

WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: (212) 310-8000  
Facsimile: (212) 310-8007  
Ray C. Schrock, P.C.  
Jacqueline Marcus  
Garrett A. Fail  
Sunny Singh

*Attorneys for Debtors and  
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X	
<b>In re</b>	:
	:
<b>SEARS HOLDINGS CORPORATION, et al.,</b>	:
	:
	:
<b>Debtors.<sup>1</sup></b>	:
-----X	

**Chapter 11**  
**Case No. 18-23538 (RDD)**  
**(Jointly Administered)**

**NOTICE OF AMENDED AGENDA OF MATTERS  
SCHEDULED FOR HEARING ON AUGUST 23, 2019 AT 10:00 A.M.**

Location of Hearing: United States Bankruptcy Court for the Southern District of New York,  
before the Honorable Robert D. Drain, United States Bankruptcy Judge,  
300 Quarropas Street, White Plains, New York 10601

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.). (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

**I. CONTESTED MATTER:**

1. Notice of Assumption and Assignment of Additional Designatable Leases [ECF No. 3298]

**Landlord: MOAC Mall Holding LLC**

Responses Filed:

- A. MOAC Mall Holding LLC's Objection to Supplemental Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Global Sale Transaction [ECF No. 2199]
- B. MOAC Mall Holdings LLC's Second Supplemental and Amended: (I) Objections to Debtor's Notice of Assumption and Assignment of Additional Designatable Leases, and (II) Objection to Debtor's Stated Cure Amount [ECF No. 3501]
- C. MOAC Mall Holdings LLC's Third Supplemental and Amended Objections to Debtor's Notice of Assumption and Assignment of Additional Designatable Leases [ECF No. 3926]
- D. MOAC Mall Holdings LLC's Fourth Supplemental (I) Objections and Reply to Debtor's Notice of Assumption and Assignment of Additional Designatable Leases, and (II) Objection to Debtor's Stated Cure Amount [ECF No. 4450]
- E. Transform Holdco LLC's Reply to MOAC Mall Holdings LLC's (I) Objection to Supplemental Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Global Sale Transaction; (II) Second Supplemental and Amended: (A) Objections to Debtors' Notice of Assumption and Assignment of Additional Designatable Leases, and (B) Objection to Debtors' Stated Cure Amount; and (III) Third Supplemental and Amended Objections to Debtors' Notice of Assumption and Assignment of Additional Designatable Leases [ECF No. 4454]

Related Documents:

- F. Stipulation and Order By and Among Sellers, Buyer, and Landlord MOAC Mall Holdings LLC (I) Extending Time Under 11 U.S.C. § 365(d)(4) for Lease of Nonresidential Real Property and (II) Setting Briefing Schedule [ECF No. 3823]
- G. Declaration of Rich Hoge Supporting MOAC Mall Holdings LLC's Third Supplemental and Amended Objections to Debtor's Notice of Assumption and Assignment of Additional Designatable Leases [ECF No. 3927]

- H. Stipulation and Order By and Among Sellers, Buyer, and Landlord MOAC Mall Holdings LLC Extending Time Under 11 U.S.C. § 365(d)(4) for Lease of Nonresidential Real Property [ECF No. 4354, 4687]
- I. Declaration of Thomas J. Flynn Supporting MOAC Mall Holdings LLC's Fourth Supplemental (I) Objections and Reply to Debtor's Notice of Assumption and Assignment of Additional Designatable Leases, and (II) Objection to Debtor's Stated Cure Amount [ECF No. 4451]
- J. List of Agreed Exhibits Regarding Assumption and Assignment of the MOAC Lease [ECF No. 4864]
- K. Stipulation of Facts Not in Dispute Regarding Assumption and Assignment of the MOAC Lease [ECF No. 4865]
- L. Transform Holdco LLC's Supplemental Reply and Cross-Motion to (A) Strike MOAC Mall Holdings LLC's Fourth Supplemental (I) Objections and Reply to Debtors' Notice of Assumption and Assignment of Additional Designatable Leases, and (II) Objection to Debtors' Stated Cure Amount; and (B) Permit Late Filed Responses to Requests for Admission [ECF No. 4867]
- M. Declaration of Louis W. Frillman in Opposition to the Proposed Assumption and Assignment of the MOAC Lease [ECF No. 4874]
- N. Declaration of Raphael Ghermezian in Opposition to the Proposed Assumption and Assignment of the MOAC Lease [ECF No. 4875]
- O. Declaration of Richard Hoge in Opposition to the Proposed Assumption and Assignment of the MOAC Lease [ECF No. 4876]
- P. Evidentiary Hearing Declaration of Roger A. Puerto in Support of Transform Holdco LLC's Reply to MOAC Mall Holdings LLC's (I) Objection to Supplemental Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Global Sale Transaction; (II) Second Supplemental and Amended: (A) Objections to Debtors' Notice of Assumption and Assignment of Additional Designatable Leases, and (B) Objection to Debtors' Stated Cure Amount; and (III) Third Supplemental and Amended Objections to Debtors' Notice of Assumption and Assignment of Additional Designatable Leases [ECF No. 4879]
- Q. Evidentiary Hearing Declaration of Michael Jerbich in Support of Transform Holdco LLC's Reply to MOAC Mall Holdings LLC's (I) Objection to Supplemental Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Global Sale Transaction; (II)

Second Supplemental and Amended: (A) Objections to Debtors' Notice of Assumption and Assignment of Additional Designatable Leases, and (B) Objection to Debtors' Stated Cure Amount; and (III) Third Supplemental and Amended Objections to Debtors' Notice of Assumption and Assignment of Additional Designatable Leases [ECF No. 4880]

- R. MOAC Mall Holdings LLC's Pre-Evidentiary Hearing Brief Regarding the Proposed Assumption and Assignment of the MOAC Lease [ECF No. 4889]
- S. Transform Holdco LLC's Amended Supplemental Reply and Cross-Motion to Strike MOAC Mall Holdings LLC's Pre-Evidentiary Hearing Brief Regarding the Proposed Assumption and Assignment of the MOAC Lease [ECF No. 4903]
- T. MOAC Mall Holdings LLC's Reply Objecting to Transform Holdco LLC's Motion to (A) Strike MOAC's July 8 Supplemental Objection and (B) Permit Late Responses to Requests for Admissions [ECF No. 4915]

Status: This matter is going forward on a contested basis.

Dated: August 22, 2019  
New York, New York

/s/ Jacqueline Marcus  
WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: (212) 310-8000  
Facsimile: (212) 310-8007  
Ray C. Schrock, P.C.  
Jacqueline Marcus  
Garrett A. Fail  
Sunny Singh

*Attorneys for Debtors and  
Debtors in Possession*